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BOARD OF DIRECTORS' RESOLUTION ADVISING

DISSOLUTION AND CALLING SHAREHOLDERS' MEETING

Pursuant to a duly made and seconded motion, the following resolution was adopted by the affirmative and unanimous vote of the Board of Directors of G.W. Exotic Animal Memorial Foundation (hereinafter referred to as Corporation).

RESOLVED, that said Corporation shall now be dissolved in a manner prescribed by law and by the Bylaws of said Corporation; and it is

FURTHER RESOLVED, that a special meeting of all shareholders of said Corporation will be called by the Secretary of said Corporation to take action upon this resolution. Such special meeting is to be held at the following time, date, and place:

Time: 9:00 am

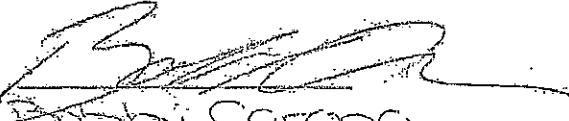
Date: 2/25/2013

Place: G.W. Exotic Animal Park, 25803 N. County Road 3250, Wynnewood, OK 73098

The undersigned, Bobbi Corona, certify that I am the duly appointed Secretary of G.W. Exotic Animal Foundation and that the above is a true and correct copy of meeting of the directors thereof, convened and held in accordance with law and the Bylaws of said Corporation on February 25, 2013 and that such resolution is now in full force and effect.

IN WITNESS THEREOF, I have affixed my name as Secretary of G.W. Exotic Animal Memorial Foundation Corporation and have attached the seal of G.W. Exotic Animal Memorial Foundation Corporation to this resolution.

Dated: 2/25/13


Bobbi Corona
Secretary



Seal: